



General Assembly

**Amendment**

February Session, 2014

LCO No. 4741

**\*SB0002304741SR0\***

Offered by:

SEN. MCKINNEY, 28<sup>th</sup> Dist.

SEN. FASANO, 34<sup>th</sup> Dist.

To: Subst. Senate Bill No. 23

File No. 603

Cal. No. 397

**"AN ACT CONCERNING BENEFIT CORPORATIONS AND ENCOURAGING SOCIAL ENTERPRISE."**

1 After the last section, add the following and renumber sections and  
2 internal references accordingly:

3 "Sec. 501. Subsection (a) of section 33-617 of the general statutes is  
4 repealed and the following is substituted in lieu thereof (*Effective*  
5 *January 1, 2015*):

6 (a) The Secretary of the State shall charge and collect the following  
7 fees for filing documents and issuing certificates and remit them to the  
8 Treasurer for the use of the state: (1) Filing application to reserve,  
9 register, renew or cancel registration of corporate name, sixty dollars;  
10 (2) filing transfer of reserved corporate name, sixty dollars; (3) filing  
11 certificate of incorporation, including appointment of registered agent,  
12 one hundred dollars; (4) filing change of address of registered agent or  
13 change of registered agent, fifty dollars; (5) filing notice of resignation  
14 of registered agent, fifty dollars; (6) filing amendment to certificate of

15 incorporation, one hundred dollars; (7) filing restated certificate of  
16 incorporation, one hundred dollars; (8) filing certificate of merger or  
17 share exchange, sixty dollars; (9) filing certificate of correction, one  
18 hundred dollars; (10) filing certificate of surrender of special charter  
19 and adoption of general certificate of incorporation, one hundred  
20 dollars; [(11) filing certificate of dissolution, fifty dollars; (12)] (11)  
21 filing certificate of revocation of dissolution, fifty dollars; [(13)] (12)  
22 filing annual report, one hundred fifty dollars except as otherwise  
23 provided in sections 33-953 and 33-954; [(14)] (13) filing application of  
24 foreign corporation for certificate of authority to transact business in  
25 this state and issuing certificate of authority, one hundred dollars;  
26 [(15)] (14) filing application of foreign corporation for amended  
27 certificate of authority to transact business in this state and issuing  
28 amended certificate of authority, one hundred dollars; [(16) filing  
29 application for withdrawal of foreign corporation and issuing  
30 certificate of withdrawal, one hundred dollars; (17)] (15) filing  
31 application for reinstatement, one hundred fifty dollars; [(18)] (16)  
32 filing a corrected annual report, one hundred dollars; and [(19)] (17)  
33 filing an interim notice of change of director or officer, twenty dollars.

34 Sec. 502. Section 33-890 of the general statutes is repealed and the  
35 following is substituted in lieu thereof (*Effective January 1, 2015*):

36 (a) The Secretary of the State may effect the administrative  
37 dissolution of a corporation as provided in this section.

38 (b) Whenever any corporation is more than one year in default of  
39 filing its annual report as required by section 33-953, the Secretary of  
40 the State may notify such corporation by registered or certified mail  
41 addressed to such corporation at its principal office as last shown on  
42 his records that under the provisions of this section the corporation is  
43 to be administratively dissolved. Unless the corporation, within three  
44 months of the mailing of such notice, files such annual report, the  
45 Secretary of the State shall prepare and file in his office a certificate of  
46 administrative dissolution stating that the delinquent corporation has  
47 been administratively dissolved by reason of its default.

48        [(b)] (c) Whenever it comes to the attention of the Secretary of the  
49 State that a corporation has failed to maintain a registered agent or that  
50 such registered agent cannot, with reasonable diligence, be found at  
51 the address shown in the records of his office, the Secretary of the State  
52 may notify such corporation by registered or certified mail addressed  
53 to such corporation at its principal office as last shown on his records  
54 that under the provisions of this section the corporation is to be  
55 administratively dissolved. Unless the corporation within three  
56 months of the mailing of such notice files an appointment of registered  
57 agent, the Secretary of the State shall prepare and file in his office a  
58 certificate of administrative dissolution stating that the delinquent  
59 corporation has been administratively dissolved by reason of its  
60 default.

61        [(c)] (d) Dissolution shall be effective upon the filing by the  
62 Secretary of the State in his office of such certificate of administrative  
63 dissolution.

64        [(d)] (e) After filing the certificate of administrative dissolution, the  
65 Secretary of the State shall: (1) [Send] Mail a copy thereof to the  
66 delinquent corporation, [by registered or certified mail,] addressed to  
67 such corporation at its principal office as last shown on his records;  
68 and (2) cause notice of the filing of such certificate of administrative  
69 dissolution to be [published in two successive issues of the  
70 Connecticut Law Journal] posted on the office of the Secretary of the  
71 State's Internet web site for a period of sixty days following the date on  
72 which the Secretary of the State files the certificate of administrative  
73 dissolution.

74        Sec. 503. Section 33-922 of the general statutes is repealed and the  
75 following is substituted in lieu thereof (*Effective January 1, 2015*):

76        (a) A foreign corporation may apply for a certificate of authority to  
77 transact business in this state by delivering an application to the  
78 Secretary of the State for filing. The application shall set forth: (1) The  
79 name of the foreign corporation or, if its name is unavailable for use in

80 this state, a corporate name that satisfies the requirements of section  
81 33-925; (2) the name of the state or country under whose law it is  
82 incorporated; (3) its date of incorporation and period of duration; (4)  
83 the street address of its principal office; (5) the address of its registered  
84 office in this state and the name of its registered agent at that office;  
85 [and] (6) the electronic mail address, if any, of the corporation; and (7)  
86 the names and respective business and residence addresses of the  
87 directors and officers of the foreign corporation, except that if good  
88 cause is shown, the Secretary of the State may accept business  
89 addresses in lieu of business and residence addresses of the directors  
90 and officers of the corporation. For purposes of this section, a showing  
91 of good cause shall include, but not be limited to, a showing that  
92 public disclosure of the residence addresses of the corporation's  
93 directors and officers may expose the personal security of such  
94 directors and officers to significant risk.

95 (b) The foreign corporation shall deliver with the completed  
96 application a certificate of existence, or a document of similar import,  
97 duly authenticated by the secretary of the state or other official having  
98 custody of corporate records in the state or country under whose law it  
99 is incorporated.

100 Sec. 504. Section 33-935 of the general statutes is repealed and the  
101 following is substituted in lieu thereof (*Effective January 1, 2015*):

102 The Secretary of the State may commence a proceeding under  
103 section 33-936, as amended by this act, to revoke the certificate of  
104 authority of a foreign corporation authorized to transact business in  
105 this state if: (1) The foreign corporation has failed to file its annual  
106 report with the Secretary of the State; (2) the foreign corporation does  
107 not pay within sixty days after they are due any license fees, franchise  
108 taxes or penalties imposed by sections 33-600 to 33-998, inclusive, as  
109 amended by this act, or other law; [(2)] (3) the foreign corporation is  
110 without a registered agent or registered office in this state for sixty  
111 days or more; [(3)] (4) the foreign corporation does not inform the  
112 Secretary of the State under section 33-927 or 33-928 that its registered

113 agent or registered office has changed, that its registered agent has  
114 resigned or that its registered office has been discontinued within sixty  
115 days of the change, resignation or discontinuance; [(4)] (5) an  
116 incorporator, director, officer or agent of the foreign corporation  
117 signed a document he knew was false in any material respect with  
118 intent that the document be delivered to the Secretary of the State for  
119 filing; [(5)] or (6) the Secretary of the State receives a duly  
120 authenticated certificate from the Secretary of the State or other official  
121 having custody of corporate records in the state or country under  
122 whose law the foreign corporation is incorporated stating that it has  
123 been dissolved or disappeared as the result of a merger.

124 Sec. 505. Section 33-936 of the general statutes is repealed and the  
125 following is substituted in lieu thereof (*Effective January 1, 2015*):

126 (a) If the Secretary of the State determines that one or more grounds  
127 exist under section 33-935, as amended by this act, for revocation of a  
128 certificate of authority, he shall [serve the foreign corporation with  
129 written notice of his determination under section 33-929] notify the  
130 foreign corporation by registered or certified mail addressed to such  
131 foreign corporation at its principal office as last shown on his records  
132 that under the provisions of this section the foreign corporation's  
133 certificate of authority is to be revoked.

134 (b) If the foreign corporation does not correct each ground for  
135 revocation or demonstrate to the reasonable satisfaction of the  
136 Secretary of the State that each ground determined by the Secretary of  
137 the State does not exist, within [sixty] ninety days after [service]  
138 mailing of the notice, [is effective under section 33-929,] the Secretary  
139 of the State may revoke the foreign corporation's certificate of  
140 authority by signing a certificate of revocation that recites the ground  
141 or grounds for revocation and its effective date. The Secretary of the  
142 State shall file the original of the certificate and [serve a copy on the  
143 foreign corporation under section 33-929] shall: (1) Mail a copy thereof  
144 to the delinquent corporation, addressed to such corporation at its  
145 principal office as last shown on his records; and (2) cause notice of the

146 filing to be posted on the office of the Secretary of the State's Internet  
147 web site for a period of sixty days following the date on which the  
148 Secretary of the State files the certificate of revocation.

149 (c) The authority of a foreign corporation to transact business in this  
150 state ceases on the date shown on the certificate revoking its certificate  
151 of authority.

152 (d) The Secretary of the State's revocation of a foreign corporation's  
153 certificate of authority appoints the Secretary of the State the foreign  
154 corporation's agent for service of process in any proceeding based on a  
155 cause of action which arose during the time the foreign corporation  
156 was authorized to transact business in this state. Service of process on  
157 the Secretary of the State as provided in section 33-929 is service on the  
158 foreign corporation.

159 (e) Revocation of a foreign corporation's certificate of authority does  
160 not terminate the authority of the registered agent of the corporation.

161 Sec. 506. Subsection (a) of section 33-1013 of the general statutes is  
162 repealed and the following is substituted in lieu thereof (*Effective*  
163 *January 1, 2015*):

164 (a) The Secretary of the State shall charge and collect the following  
165 fees for filing documents and issuing certificates and remit them to the  
166 Treasurer for the use of the state: (1) Filing application to reserve,  
167 register, renew or cancel registration of corporate name, sixty dollars;  
168 (2) filing transfer of reserved corporate name, sixty dollars; (3) filing a  
169 certificate of incorporation, including appointment of registered agent,  
170 twenty dollars; (4) filing change of address of registered agent or  
171 change of registered agent, twenty dollars; (5) filing notice of  
172 resignation of registered agent in duplicate, twenty dollars; (6) filing  
173 certificate of amendment to certificate of incorporation, twenty dollars;  
174 (7) filing restated certificate of incorporation, twenty dollars; (8) filing  
175 certificate of merger, twenty dollars; (9) filing certificate of correction,  
176 twenty dollars; (10) filing certificate of surrender of special charter and  
177 adoption of certificate of incorporation, twenty dollars; [(11) filing

178 certificate of dissolution, twenty dollars; (12)] (11) filing certificate of  
179 revocation of dissolution, twenty dollars; [(13)] (12) filing annual  
180 report, fifty dollars; [(14)] (13) filing application of foreign corporation  
181 for certificate of authority to conduct affairs in this state and issuing  
182 certificate of authority, forty dollars; [(15)] (14) filing application of  
183 foreign corporation for amended certificate of authority to conduct  
184 affairs in this state and issuing amended certificate of authority, forty  
185 dollars; [(16)] filing application for withdrawal of foreign corporation  
186 and issuing certificate of withdrawal, forty dollars; (17)] (15) filing  
187 certificate of reinstatement, including appointment of registered agent,  
188 one hundred ten dollars; [(18)] (16) filing a corrected annual report,  
189 fifty dollars; and [(19)] (17) filing an interim notice of change of  
190 director or officer, twenty dollars.

191 Sec. 507. Section 33-1181 of the general statutes is repealed and the  
192 following is substituted in lieu thereof (*Effective January 1, 2015*):

193 (a) The Secretary of the State may effect the administrative  
194 dissolution of a corporation as provided in this section.

195 (b) Whenever any corporation is more than two years in default of  
196 filing its annual report as required by section 33-1243, the Secretary of  
197 the State may notify such corporation by registered or certified mail  
198 addressed to such corporation at its principal office as last shown on  
199 his records that under the provisions of this section the corporation is  
200 to be administratively dissolved. Unless the corporation, within three  
201 months of the mailing of such notice, files such annual report, the  
202 Secretary of the State shall prepare and file in his office a certificate of  
203 administrative dissolution stating that the delinquent corporation has  
204 been administratively dissolved by reason of its default.

205 [(b)] (c) Whenever it comes to the attention of the Secretary of the  
206 State that a corporation has failed to maintain a registered agent or that  
207 such registered agent cannot, with reasonable diligence, be found at  
208 the address shown in the records of his office, the Secretary of the State  
209 may notify such corporation by registered or certified mail addressed

210 to such corporation at its principal office as last shown on his records  
211 that under the provisions of this section the corporation is to be  
212 administratively dissolved. Unless the corporation within three  
213 months of the mailing of such notice files an appointment of registered  
214 agent, the Secretary of the State shall prepare and file in his office a  
215 certificate of administrative dissolution stating that the delinquent  
216 corporation has been administratively dissolved by reason of its  
217 default.

218 [(c)] (d) Dissolution shall be effective upon the filing by the  
219 Secretary of the State in his office of such certificate of administrative  
220 dissolution.

221 [(d)] (e) After filing the certificate of administrative dissolution, the  
222 Secretary of the State shall: (1) [Send] Mail a copy thereof to the  
223 delinquent corporation, [by registered or certified mail,] addressed to  
224 such corporation at its principal office as last shown on his records,  
225 and (2) cause notice of the filing of such certificate of administrative  
226 dissolution [to be published in two successive issues of the  
227 Connecticut Law Journal] to be posted on the office of the Secretary of  
228 the State's Internet web site for a period of sixty days following the  
229 date on which the Secretary of the State files the certificate of  
230 administrative dissolution.

231 Sec. 508. Section 33-1212 of the general statutes is repealed and the  
232 following is substituted in lieu thereof (*Effective January 1, 2015*):

233 (a) A foreign corporation may apply for a certificate of authority to  
234 conduct affairs in this state by delivering an application to the  
235 Secretary of the State for filing. The application shall set forth: (1) The  
236 name of the foreign corporation or, if its name is unavailable for use in  
237 this state, a corporate name that satisfies the requirements of section  
238 33-1215; (2) the name of the state or country under whose law it is  
239 incorporated; (3) its date of incorporation and period of duration; (4)  
240 the street address of its principal office; (5) the address of its registered  
241 office in this state and the name of its registered agent at that office;

242 [and] (6) the electronic mail address, if any, of the corporation; and (7)  
243 the names and respective business and residence addresses of the  
244 directors and officers of the foreign corporation, except that if good  
245 cause is shown, the Secretary of the State may accept business  
246 addresses in lieu of business and residence addresses of the directors  
247 and officers of the corporation. For purposes of this section, a showing  
248 of good cause shall include, but not be limited to, a showing that  
249 public disclosure of the residence addresses of the corporation's  
250 directors and officers may expose the personal security of such  
251 directors and officers to significant risk.

252 (b) The foreign corporation shall deliver with the completed  
253 application a certificate of existence, or a document of similar import,  
254 duly authenticated by the secretary of the state or other official having  
255 custody of corporate records in the state or country under whose law it  
256 is incorporated.

257 Sec. 509. Section 33-1225 of the general statutes is repealed and the  
258 following is substituted in lieu thereof (*Effective January 1, 2015*):

259 The Secretary of the State may commence a proceeding under  
260 section 33-1226, as amended by this act, to revoke the certificate of  
261 authority of a foreign corporation authorized to conduct affairs in this  
262 state if: (1) The foreign corporation [does not deliver] has failed to file  
263 its annual report [to] with the Secretary of the State; [within sixty days  
264 after it is due;] (2) the foreign corporation does not pay within sixty  
265 days after they are due any license fees, franchise taxes or penalties  
266 imposed by sections 33-1000 to 33-1290, inclusive, as amended by this  
267 act, or other law; (3) the foreign corporation is without a registered  
268 agent or registered office in this state for sixty days or more; (4) the  
269 foreign corporation does not inform the Secretary of the State under  
270 section 33-1217 or 33-1218 that its registered agent or registered office  
271 has changed, that its registered agent has resigned or that its registered  
272 office has been discontinued within sixty days of the change,  
273 resignation or discontinuance; (5) an incorporator, director, officer or  
274 agent of the foreign corporation signed a document he knew was false

275 in any material respect with intent that the document be delivered to  
276 the Secretary of the State for filing; or (6) the Secretary of the State  
277 receives a duly authenticated certificate from the Secretary of the State  
278 or other official having custody of corporate records in the state or  
279 country under whose law the foreign corporation is incorporated  
280 stating that it has been dissolved or disappeared as the result of a  
281 merger.

282 Sec. 510. Section 33-1226 of the general statutes is repealed and the  
283 following is substituted in lieu thereof (*Effective January 1, 2015*):

284 (a) If the Secretary of the State determines that one or more grounds  
285 exist under section 33-1225, as amended by this act, for revocation of a  
286 certificate of authority, he shall [serve the foreign corporation with  
287 written notice of his determination under section 33-1219] notify such  
288 foreign corporation by registered or certified mail addressed to such  
289 foreign corporation at its principal office as last shown on his records  
290 that under the provisions of this section the foreign corporation's  
291 certificate of authority is to be revoked.

292 (b) If the foreign corporation does not correct each ground for  
293 revocation or demonstrate to the reasonable satisfaction of the  
294 Secretary of the State that each ground determined by the Secretary of  
295 the State does not exist, within [sixty] ninety days after [service]  
296 mailing of the notice, [is effective under section 33-1219,] the Secretary  
297 of the State may revoke the foreign corporation's certificate of  
298 authority by signing a certificate of revocation that recites the ground  
299 or grounds for revocation and its effective date. The Secretary of the  
300 State shall file the original of the certificate and [serve a copy on the  
301 foreign corporation under section 33-1219] shall: (1) Mail a copy  
302 thereof to the delinquent foreign corporation, addressed to such  
303 foreign corporation at its principal office as last shown on his records;  
304 and (2) cause notice of the filing to be posted on the office of the  
305 Secretary of the State's Internet web site for a period of sixty days  
306 following the date on which the Secretary of the State files the  
307 certificate of revocation.

308 (c) The authority of a foreign corporation to conduct affairs in this  
309 state ceases on the date shown on the certificate revoking its certificate  
310 of authority.

311 (d) The Secretary of the State's revocation of a foreign corporation's  
312 certificate of authority appoints the Secretary of the State the foreign  
313 corporation's agent for service of process in any proceeding based on a  
314 cause of action which arose during the time the foreign corporation  
315 was authorized to conduct affairs in this state. Service of process on the  
316 Secretary of the State as provided in section 33-1219 is service on the  
317 foreign corporation.

318 (e) Revocation of a foreign corporation's certificate of authority does  
319 not terminate the authority of the registered agent of the corporation.

320 Sec. 511. Section 34-10 of the general statutes is repealed and the  
321 following is substituted in lieu thereof (*Effective January 1, 2015*):

322 (a) In order to form a limited partnership a certificate of limited  
323 partnership must be executed as provided in section 34-10a and the  
324 certificate shall set forth:

325 (1) The name of the limited partnership and the address of the office  
326 required to be maintained by section 34-13b;

327 (2) The name and address of the agent for service of process  
328 required to be maintained by section 34-13b;

329 (3) The name and business address of each general partner;

330 (4) The latest date upon which the limited partnership is to dissolve;  
331 [and]

332 (5) Any other matters the partners determine to include therein; and

333 (6) The electronic mail address, if any, of the limited partnership.

334 (b) A limited partnership is formed at the time of the filing of the  
335 certificate of limited partnership in the office of the Secretary of the

336 State or at any later time specified in the certificate of limited  
337 partnership if, in either case, there has been substantial compliance  
338 with the requirements of this section.

339 Sec. 512. Section 34-32b of the general statutes is repealed and the  
340 following is substituted in lieu thereof (*Effective January 1, 2015*):

341 (a) The Secretary of the State may effect the cancellation of a limited  
342 partnership by forfeiture as provided in this section.

343 (b) Whenever any limited partnership is more than one year in  
344 default of filing its annual report as required by section 34-13e, the  
345 Secretary of the State may notify such limited partnership by  
346 registered or certified mail addressed to such limited partnership at its  
347 address as last shown on his records that under the provisions of this  
348 section the limited partnership's rights and powers are prima facie  
349 forfeited. Unless the limited partnership within three months of the  
350 mailing of such notice files such annual report, the Secretary of the  
351 State shall prepare and file in his office a certificate of cancellation by  
352 forfeiture stating that the delinquent limited partnership's certificate  
353 has been cancelled by forfeiture by reason of its default.

354 [(b)] (c) Whenever it comes to the attention of the Secretary of the  
355 State that a limited partnership has failed to maintain a statutory agent  
356 for service, the Secretary of the State may notify such limited  
357 partnership by registered or certified mail [or mail evidenced by a  
358 certificate of mailing] addressed to such limited partnership at its  
359 address as last shown on his records that under the provisions of this  
360 section the limited partnership's rights and powers are prima facie  
361 forfeited. Unless the limited partnership within three months of the  
362 mailing of such notice files an appointment of statutory agent for  
363 service, the Secretary of the State shall prepare and file in his office a  
364 certificate of cancellation by forfeiture stating that the delinquent  
365 limited partnership's certificate has been cancelled by forfeiture by  
366 reason of its default.

367 [(c)] (d) Cancellation shall be effective upon the filing by the

368 Secretary of the State in his office of such certificate of cancellation by  
369 forfeiture.

370 [(d)] (e) After filing the certificate of cancellation by forfeiture, the  
371 Secretary of the State shall: (1) [Send] Mail a certified copy thereof to  
372 the delinquent limited partnership [, by registered or certified mail or  
373 mail evidenced by a certificate of mailing,] at its address as last shown  
374 on his records; and (2) cause notice of the filing of such certificate of  
375 cancellation by forfeiture [to be published in two successive issues of  
376 the Connecticut Law Journal] to be posted on the office of the Secretary  
377 of the State's Internet web site for a period of sixty days following the  
378 date on which the Secretary of the State files the certificate of  
379 cancellation by forfeiture.

380 Sec. 513. Section 34-38g of the general statutes is repealed and the  
381 following is substituted in lieu thereof (*Effective January 1, 2015*):

382 Before transacting business in this state, a foreign limited  
383 partnership shall register with the Secretary of the State. In order to  
384 register, a foreign limited partnership shall submit to the Secretary of  
385 the State a signed copy of the application for registration as a foreign  
386 limited partnership, signed and sworn to by a general partner and  
387 setting forth: (1) The name of the foreign limited partnership and, if  
388 different, the name under which it proposes to register and transact  
389 business in the state; (2) the state and date of its formation; (3) the  
390 general character of the business it proposes to transact in this state; (4)  
391 the name and address of the agent in this state for service of process on  
392 the foreign limited partnership required to be maintained by section  
393 34-38p and an acceptance of such appointment signed by the agent  
394 appointed if other than the Secretary of the State; (5) the address of the  
395 office required to be maintained in the state of its organization by the  
396 laws of that state, or, if not so required, of the principal office of the  
397 foreign limited partnership; (6) the name and business address of each  
398 general partner; (7) the address of the office at which is kept a list of  
399 the names and addresses of the limited partners and their capital  
400 contributions, together with an undertaking by the foreign limited

401 partnership to keep those records until the foreign limited partnership  
402 registration in this state is cancelled or withdrawn; [and] (8) the date  
403 the foreign limited partnership commenced transacting business in this  
404 state; and (9) the electronic mail address, if any, of the foreign limited  
405 partnership.

406 Sec. 514. Subsection (a) of section 34-38n of the general statutes is  
407 repealed and the following is substituted in lieu thereof (*Effective*  
408 *January 1, 2015*):

409 (a) The Secretary of the State shall receive, for filing any document  
410 or certificate required to be filed under sections 34-10, as amended by  
411 this act, 34-13a, 34-13e, 34-32, 34-32a, 34-32c, 34-38g, as amended by  
412 this act, and 34-38s, the following fees: (1) For reservation or  
413 cancellation of reservation of name, sixty dollars; (2) for a certificate of  
414 limited partnership and appointment of statutory agent, one hundred  
415 twenty dollars; (3) for a certificate of amendment, one hundred twenty  
416 dollars; (4) for a certificate of merger or consolidation, sixty dollars; [(5)  
417 for a certificate of cancellation, sixty dollars; (6)] (5) for a certificate of  
418 registration, one hundred twenty dollars; [(7)] (6) for a change of agent  
419 or change of address of agent, twenty dollars; [(8)] (7) for a certificate  
420 of reinstatement, one hundred twenty dollars; and [(9)] (8) for an  
421 annual report, twenty dollars.

422 Sec. 515. Section 34-38u of the general statutes is repealed and the  
423 following is substituted in lieu thereof (*Effective January 1, 2015*):

424 (a) The certificate of registration of a foreign limited partnership to  
425 transact business in this state may be revoked by the Secretary of the  
426 State upon the conditions provided in this section when: (1) [Any] The  
427 foreign limited partnership has failed to file its annual report with the  
428 Secretary of the State; (2) any wilful misrepresentation has been made  
429 of any material matter in any application, report, affidavit or other  
430 document, submitted by such foreign limited partnership pursuant to  
431 this chapter; [(2)] (3) the foreign limited partnership is exceeding the  
432 authority conferred upon it by this chapter; or [(3)] (4) the foreign

433 limited partnership is without an agent upon whom process may be  
434 served in this state for sixty days or more.

435 (b) On the happening of the events set out in subdivision (1), (2),  
436 [or] (3) or (4) of subsection (a) of this section, the Secretary of the State  
437 shall give not less than twenty days' written notice to the foreign  
438 limited partnership that he intends to revoke the certificate of  
439 registration of such foreign limited partnership for one of said causes,  
440 specifying the same. Such notice shall be given by registered or  
441 certified mail [or mail evidenced by a certificate of mailing] addressed  
442 to the foreign limited partnership at its address as last shown on the  
443 records of the Secretary of the State. If, before expiration of the time set  
444 forth in such notice, the foreign limited partnership establishes to the  
445 satisfaction of the Secretary of the State that the stated cause for the  
446 revocation of its certificate of registration did not exist at the time the  
447 notice was mailed or, if it did exist at said time, has been cured, the  
448 Secretary of the State shall take no further action. Otherwise, on the  
449 expiration of the time stated in the notice, he shall revoke the certificate  
450 of registration of such foreign limited partnership to transact business  
451 in this state.

452 (c) Upon revoking the certificate of registration of any foreign  
453 limited partnership, the Secretary of the State shall file a certificate of  
454 revocation in his office and [mail] shall: (1) Mail a copy thereof to such  
455 foreign limited partnership at its address as last shown on his records;  
456 and (2) cause notice of the filing of such certificate of revocation to be  
457 posted on the office of the Secretary of the State's Internet web site for  
458 a period of sixty days following the date on which the Secretary of the  
459 State files the certificate of revocation. The filing of such certificate of  
460 revocation shall cause the authority of a foreign limited partnership to  
461 transact business in this state to cease. Notwithstanding the filing of  
462 the certificate of revocation, the appointment by a foreign limited  
463 partnership of an attorney upon whom process may be served shall  
464 continue in force as long as any liability remains outstanding against  
465 the foreign limited partnership in this state.

466 Sec. 516. Subsection (a) of section 34-112 of the general statutes is  
467 repealed and the following is substituted in lieu thereof (*Effective*  
468 *January 1, 2015*):

469 (a) Fees for filing documents and issuing certificates: (1) Filing  
470 application to reserve a limited liability company name or to cancel a  
471 reserved limited liability company name, sixty dollars; (2) filing  
472 transfer of reserved limited liability company name, sixty dollars; (3)  
473 filing articles of organization, including appointment of statutory  
474 agent, one hundred twenty dollars; (4) filing change of address of  
475 statutory agent or change of statutory agent, fifty dollars; (5) filing  
476 notice of resignation of statutory agent in duplicate, fifty dollars; (6)  
477 filing amendment to articles of organization, one hundred twenty  
478 dollars; (7) filing restated articles of organization, one hundred twenty  
479 dollars; (8) filing articles of merger or consolidation, sixty dollars; [(9)  
480 filing articles of dissolution by resolution, fifty dollars; (10) filing  
481 articles of dissolution by expiration, fifty dollars; (11) filing judicial  
482 decree of dissolution, fifty dollars; (12)] (9) filing certificate of  
483 reinstatement, one hundred twenty dollars; [(13)] (10) filing  
484 application by a foreign limited liability company for certificate of  
485 registration to transact business in this state and issuing certificate of  
486 registration, one hundred twenty dollars; [(14)] (11) filing application  
487 of foreign limited liability company for amended certificate of  
488 registration to transact business in this state and issuing amended  
489 certificate of registration, one hundred twenty dollars; [(15) filing  
490 application for withdrawal of foreign limited liability company and  
491 issuing certificate of withdrawal, one hundred twenty dollars; (16)]  
492 (12) filing an annual report, twenty dollars; and [(17)] (13) filing an  
493 interim notice of change of manager or member, twenty dollars.

494 Sec. 517. Section 34-121 of the general statutes is repealed and the  
495 following is substituted in lieu thereof (*Effective January 1, 2015*):

496 The articles of organization of a limited liability company formed  
497 under sections 34-100 to 34-242, inclusive, as amended by this act, shall  
498 set forth: (1) A name for the limited liability company that satisfies the

499 requirements of section 34-102; (2) if management of the limited  
500 liability company is vested in a manager or managers, a statement to  
501 that effect; (3) the nature of the business to be transacted or the  
502 purposes to be promoted or carried out, except that it shall be  
503 sufficient to state, either alone or with other business or purposes, that  
504 the purpose of the limited liability company is to engage in any lawful  
505 act or activity for which limited liability companies may be formed  
506 under sections 34-100 to 34-242, inclusive, as amended by this act, and  
507 by such statement all lawful acts and activities shall be within the  
508 purposes of the limited liability company, except for express  
509 limitations, if any; (4) the principal office address of the limited  
510 liability company; (5) an appointment of a statutory agent for service  
511 of process as required by section 34-104; [and] (6) the electronic mail  
512 address, if any, of the limited liability company; and (7) any other  
513 matter the organizer or organizers determine to include.

514 Sec. 518. Section 34-215 of the general statutes is repealed and the  
515 following is substituted in lieu thereof (*Effective January 1, 2015*):

516 (a) The Secretary of the State may effect the dissolution of a limited  
517 liability company by forfeiture as provided in this section.

518 (b) Whenever it comes to the attention of the Secretary of the State  
519 that a limited liability company is more than one year in default of  
520 filing its annual report as required by section 34-106, the Secretary of  
521 the State may notify such limited liability company by registered or  
522 certified mail addressed to such limited liability company at its  
523 principal office as last shown on his records that under the provisions  
524 of this section the limited liability company's rights and powers are  
525 prima facie forfeited. Unless the limited liability company within three  
526 months of the mailing of such notice files such annual report, the  
527 Secretary of the State shall prepare and file in his office a certificate of  
528 dissolution by forfeiture stating that the delinquent limited liability  
529 company has been dissolved by forfeiture by reason of its default.

530 [(b)] (c) Whenever it comes to the attention of the Secretary of the

531 State that a limited liability company has failed to maintain a statutory  
532 agent for service, the Secretary of the State may notify such limited  
533 liability company by registered or certified mail [or mail evidenced by  
534 a certificate of mailing] addressed to such limited liability company at  
535 its principal office as last shown on his records that under the  
536 provisions of this section the limited liability company's rights and  
537 powers are prima facie forfeited. Unless the limited liability company  
538 within three months of the mailing of such notice files an appointment  
539 of statutory agent for service, the Secretary of the State shall prepare  
540 and file in his office a certificate of dissolution by forfeiture stating that  
541 the delinquent limited liability company has been dissolved by  
542 forfeiture by reason of its default.

543 [(c)] (d) Dissolution shall be effective upon the filing by the  
544 Secretary of the State in his office of such certificate of dissolution by  
545 forfeiture.

546 [(d)] (e) After filing the certificate of dissolution by forfeiture, the  
547 Secretary of the State shall: (1) [Send] Mail a certified copy thereof to  
548 the delinquent limited liability company [, by registered or certified  
549 mail or mail evidenced by a certificate of mailing] addressed to such  
550 limited liability company at its principal office as last shown on his  
551 records; and (2) cause notice of the filing of such certificate of  
552 dissolution by forfeiture [to be published in two successive issues of  
553 the Connecticut Law Journal] to be posted on the office of the Secretary  
554 of the State's Internet web site for a period of sixty days following the  
555 date on which the Secretary of the State files the certificate of  
556 dissolution by forfeiture.

557 Sec. 519. Section 34-223 of the general statutes is repealed and the  
558 following is substituted in lieu thereof (*Effective January 1, 2015*):

559 Before transacting business in this state, a foreign limited liability  
560 company shall register with the Secretary of the State. In order to  
561 register, a foreign limited liability company shall submit to the  
562 Secretary of the State an original signed copy of an application for

563 registration as a foreign limited liability company executed by a person  
564 with authority to do so under the laws of the state or other jurisdiction  
565 of its formation. The application shall set forth: (1) The name of the  
566 foreign limited liability company and, if different, the name under  
567 which it proposes to transact business in this state; (2) the state or other  
568 jurisdiction where formed, and date of its organization; (3) the name  
569 and address of the agent in this state for service of process on the  
570 foreign limited liability company required to be maintained by section  
571 34-224 and an acceptance of such appointment signed by the agent  
572 appointed if other than the Secretary of the State; (4) the address of the  
573 office required to be maintained in the state or other jurisdiction of its  
574 organization by the laws of that state or jurisdiction or, if not so  
575 required, of the principal office of the foreign limited liability  
576 company; (5) a representation that the foreign limited liability  
577 company is a "foreign limited liability company", as defined in section  
578 34-101; (6) the character of the business which the foreign limited  
579 liability company intends to transact in this state; [and] (7) the name  
580 and respective business and residence addresses of a manager or a  
581 member of the foreign limited liability company, except that, if good  
582 cause is shown, the Secretary of the State may accept a business  
583 address in lieu of business and residence addresses of such manager or  
584 member. For purposes of [subdivision (7) of this section] this  
585 subdivision, a showing of good cause shall include, but not be limited  
586 to, a showing that public disclosure of the residence address of the  
587 manager or member of the foreign limited liability company may  
588 expose the personal security of such manager or member to significant  
589 risk; and (8) the electronic mail address, if any, of the foreign limited  
590 liability company.

591 Sec. 520. Section 34-232 of the general statutes is repealed and the  
592 following is substituted in lieu thereof (*Effective January 1, 2015*):

593 (a) The certificate of registration of a foreign limited liability  
594 company to transact business in this state may be revoked by the  
595 Secretary of the State upon the conditions provided in this section  
596 when: (1) [A] The foreign limited liability company has failed to file its

597 annual report with the Secretary of the State; (2) a wilful  
598 misrepresentation has been made of any material matter in any  
599 application, report, affidavit or other document, submitted by such  
600 foreign limited liability company pursuant to sections 34-100 to 34-242,  
601 inclusive, as amended by this act; [(2)] (3) the foreign limited liability  
602 company is exceeding the authority conferred upon it by said sections;  
603 or [(3)] (4) the foreign limited liability company is without an agent  
604 upon whom process may be served in this state for sixty days or more.

605 (b) On the happening of the events set out in subdivision (1), (2),  
606 [or] (3) or (4) of subsection (a) of this section, the Secretary of the State  
607 shall give not less than twenty days written notice to the foreign  
608 limited liability company that said secretary intends to revoke the  
609 certificate of registration of such foreign limited liability company for  
610 one of said causes, specifying the same. Such notice shall be given by  
611 registered or certified mail [or mail evidenced by a certificate of  
612 mailing] addressed to the foreign limited liability company at its  
613 address as last shown on the records of the Secretary of the State. If,  
614 before expiration of the time set forth in the notice, the foreign limited  
615 liability company establishes to the satisfaction of the Secretary of the  
616 State that the stated cause for the revocation of its certificate of  
617 registration did not exist at the time the notice was mailed or, if it did  
618 exist at said time, has been cured, the Secretary of the State shall take  
619 no further action. Otherwise, on the expiration of the time stated in the  
620 notice, said [secretary] Secretary shall revoke the certificate of  
621 registration of such foreign limited liability company to transact  
622 business in this state.

623 (c) Upon revoking the certificate of registration of any foreign  
624 limited liability company, the Secretary of the State shall file a  
625 certificate of revocation in his office and [mail] shall: (1) Mail a copy  
626 thereof to such foreign limited liability company at its address as last  
627 shown on said [secretary's] Secretary's records; and (2) cause notice of  
628 the filing of such certificate of revocation to be posted on the office of  
629 the Secretary of the State's Internet web site for a period of sixty days  
630 following the date on which the Secretary of the State files the

631 certificate of revocation. The filing of such certificate of revocation  
632 shall cause the authority of a foreign limited liability company to  
633 transact business in this state to cease. Notwithstanding the filing of  
634 the certificate of revocation, the appointment by a foreign limited  
635 liability company of an attorney upon whom process may be served  
636 shall continue in force as long as any liability remains outstanding  
637 against the foreign limited liability company in this state.

638 Sec. 521. Section 34-413 of the general statutes is repealed and the  
639 following is substituted in lieu thereof (*Effective January 1, 2015*):

640 The Secretary of the State shall charge and collect the following fees  
641 and remit them to the Treasurer for the use of the state:

642 (a) Fees for filing documents and processing certificates: (1) Filing  
643 application to reserve a registered limited liability partnership name or  
644 to cancel a reserved limited liability partnership name, sixty dollars; (2)  
645 filing transfer of reserved registered limited liability partnership name,  
646 sixty dollars; (3) filing change of address of statutory agent or change  
647 of statutory agent, fifty dollars; (4) filing certificate of limited liability  
648 partnership, one hundred twenty dollars; (5) filing amendment to  
649 certificate of limited liability partnership, one hundred twenty dollars;  
650 [(6) filing renunciation of status report, fifty dollars; (7)] (6) filing  
651 certificate of authority to transact business in this state, including  
652 appointment of statutory agent, one hundred twenty dollars; [(8)] (7)  
653 filing amendment to certificate of authority to transact business in this  
654 state, one hundred twenty dollars; [(9) filing withdrawal of certificate  
655 of authority, one hundred twenty dollars; (10)] (8) filing an annual  
656 report, twenty dollars; [and (11)] (9) filing statement of merger, sixty  
657 dollars; and (10) filing certificate of reinstatement, one hundred twenty  
658 dollars.

659 (b) Miscellaneous charges: (1) For preparing and furnishing a copy  
660 of any document, instrument or paper filed or recorded relating to a  
661 registered limited liability partnership or foreign registered limited  
662 liability partnership: For each copy of each such document thereof

663 regardless of the number of pages, forty dollars; for affixing his  
664 certification thereto, fifteen dollars; (2) for the issuance of a certification  
665 of legal existence of a registered limited liability partnership, forty  
666 dollars; (3) for the issuance of a certificate of legal existence which  
667 certificate may reflect any and all changes of registered limited liability  
668 partnership names and the dates of filing thereof, eighty dollars; (4) for  
669 the issuance of a certificate of legal existence reflecting amendments  
670 and the date or dates of filing thereof, one hundred twenty dollars; and  
671 (5) for other services for which fees are not provided by the general  
672 statutes, the Secretary of the State may charge such fees as will in his  
673 judgment cover the cost of the services provided.

674 Sec. 522. Section 34-419 of the general statutes is repealed and the  
675 following is substituted in lieu thereof (*Effective January 1, 2015*):

676 (a) To become a registered limited liability partnership, a  
677 partnership shall file a certificate of limited liability partnership with  
678 the Secretary of the State, stating the name of the partnership, which  
679 shall conform to the requirements of section 34-406; the address of its  
680 principal office; if the partnership's principal office is not located in  
681 this state, the address of a registered office and the name and address  
682 of a registered agent for service of process in this state, which the  
683 partnership will be required to maintain under section 34-408; a brief  
684 statement of the business in which the partnership engages; the  
685 electronic mail address, if any, of the registered limited liability  
686 partnership; any other matters the partnership may determine to  
687 include; and that the partnership thereby applies for status as a  
688 registered limited liability partnership.

689 (b) The status of a partnership as a registered limited liability  
690 partnership, and the liability of the partners for debts, obligations and  
691 liabilities of or chargeable to the partnership, shall not be affected by  
692 errors or subsequent changes in the information stated in a certificate  
693 of limited liability partnership filed under this section or a report filed  
694 under section 34-420.

695 Sec. 523. Section 34-422 of the general statutes is repealed and the  
696 following is substituted in lieu thereof (*Effective January 1, 2015*):

697 (a) The Secretary of the State may effect the revocation of a  
698 registered limited liability partnership's certificate of registered limited  
699 liability partnership as provided in this section.

700 (b) Whenever any registered limited liability partnership is more  
701 than [three months] one year in default of filing its annual report, the  
702 Secretary of the State [shall] may notify such registered limited liability  
703 partnership by registered or certified mail [or mail evidenced by a  
704 certificate of mailing] addressed to such registered limited liability  
705 partnership at its principal office as last shown in the records of said  
706 [secretary] Secretary that under the provisions of this section the  
707 registered limited liability partnership's status as a registered limited  
708 liability partnership is [in default and will be subject to revocation after  
709 three months from the date of mailing] to be revoked by reason of its  
710 default. Unless within three months after the mailing of such notice the  
711 registered limited liability partnership files a report made out and  
712 verified in all respects as the annual report of such registered limited  
713 liability partnership, the Secretary of the State shall prepare and file in  
714 the office of said [secretary] Secretary a certificate of revocation by  
715 forfeiture stating that the status of the registered limited liability  
716 partnership as a registered limited liability partnership has been  
717 revoked by reason of its default. The status of a registered limited  
718 liability partnership, including the liability of partners for debts,  
719 obligations and liabilities of or chargeable to the partnership, is  
720 retained until expressly revoked by the Secretary of the State.  
721 Revocation of the status of a registered limited liability partnership  
722 shall not affect the status of said partnership or the liability of the  
723 partners thereof with regard to events, acts or omissions occurring  
724 prior to the date of revocation.

725 (c) Whenever it comes to the attention of the Secretary of the State  
726 that a registered limited liability partnership has failed to maintain a  
727 statutory agent for service, the Secretary of the State may notify such

728 registered limited liability partnership by registered or certified mail  
729 [or mail evidenced by a certificate of mailing] addressed to such  
730 registered limited liability partnership at its principal office as last  
731 shown on his records that under the provisions of this section the  
732 registered limited liability partnership's rights and powers are in  
733 default. Unless the registered limited liability partnership within three  
734 months of the mailing of such notice files an appointment of statutory  
735 agent for service, the Secretary of the State shall prepare and file in his  
736 office a certificate of revocation by forfeiture stating that the status of  
737 the registered limited liability partnership as a registered limited  
738 liability partnership has been revoked by reason of its default. The  
739 status of a registered limited liability partnership, including the  
740 liability of partners for debts, obligations and liabilities of or  
741 chargeable to the partnership, is retained until expressly revoked by  
742 the Secretary of the State. Revocation of the status of a registered  
743 limited liability partnership shall not affect the status of said  
744 partnership or the liabilities of the partners thereof with regard to  
745 events, acts or omissions occurring prior to the date of revocation.

746 (d) Revocation shall be effective upon the filing by the Secretary of  
747 the State in his office of such certificate of revocation.

748 (e) After filing the certificate of revocation, the Secretary of the State  
749 shall: (1) [Send] Mail a certified copy thereof to the delinquent  
750 registered limited liability partnership [, by registered or certified mail  
751 or mail evidenced by a certificate of mailing] addressed to such  
752 registered limited liability partnership at its principal office as last  
753 shown on his records; and (2) cause notice of the filing of such  
754 certificate of revocation to be [published in two successive issues of the  
755 Connecticut Law Journal] posted on the office of the Secretary of the  
756 State's Internet web site for a period of sixty days following the date on  
757 which the Secretary of the State files the certificate of revocation.

758 Sec. 524. Section 34-429 of the general statutes is repealed and the  
759 following is substituted in lieu thereof (*Effective January 1, 2015*):

760 Before transacting business in this state, a foreign registered limited  
761 liability partnership shall file a certificate of authority with the  
762 Secretary of the State executed by a person with authority to do so  
763 under the laws of the state or other jurisdiction where it is registered as  
764 a registered limited liability partnership. The certificate of authority  
765 shall set forth: (1) The name of the partnership and, if different, the  
766 name under which it proposes to transact business in this state, either  
767 of which shall conform to the requirements of section 34-406; (2) the  
768 state or other jurisdiction where it is registered as a registered limited  
769 liability partnership and the date of its registration; (3) the name and  
770 address of the agent in this state for service of process required to be  
771 maintained by section 34-408 and an acceptance of such appointment  
772 signed by the agent appointed; (4) the address of the office required to  
773 be maintained in the state or other jurisdiction of its organization by  
774 the laws of that state or jurisdiction or, if not so required, of the  
775 principal office of the partnership; (5) a representation that the  
776 partnership is a "foreign registered limited liability partnership" as  
777 defined in section 34-301; (6) a brief statement of the business in which  
778 the partnership engages; [and] (7) the electronic mail address, if any, of  
779 the foreign registered limited liability partnership; and (8) any other  
780 matters the partnership may determine to include.

781 Sec. 525. Section 34-433 of the general statutes is repealed and the  
782 following is substituted in lieu thereof (*Effective January 1, 2015*):

783 (a) The certificate of authority of a foreign registered limited liability  
784 partnership to transact business in this state may be revoked by the  
785 Secretary of the State upon the conditions provided in this section  
786 when: (1) The foreign registered limited liability partnership has failed  
787 to file its annual report with the Secretary of the State; or (2) a wilful  
788 misrepresentation has been made of any material matter in any  
789 application, report, affidavit or other document, submitted by such  
790 foreign registered limited liability partnership pursuant to sections 34-  
791 300 to 34-434, inclusive, as amended by this act.

792 (b) (1) Upon the happening of the events set out in subdivision (1) of

793 subsection (a) of this section, the Secretary of the State may revoke the  
794 certificate of authority of such foreign registered limited liability  
795 partnership to transact business in this state. (2) Upon determining to  
796 revoke the certificate of authority of a foreign registered limited  
797 liability partnership the Secretary of the State shall give not less than  
798 thirty days' written notice to the foreign registered limited liability  
799 partnership that said [secretary] Secretary intends to revoke the  
800 certificate of authority of such foreign registered limited liability  
801 partnership for one of said causes, specifying the same. Such notice  
802 shall be given by registered or certified mail [or mail evidenced by a  
803 certificate of mailing] addressed to the foreign registered limited  
804 liability partnership at its address as last shown on the records of the  
805 Secretary of the State. If, before expiration of the time set forth in the  
806 notice, the foreign registered limited liability partnership establishes to  
807 the satisfaction of the Secretary of the State that the stated cause for the  
808 revocation of its certificate of authority did not exist at the time the  
809 notice was mailed or, if it did exist at said time, has been cured, the  
810 Secretary of the State shall take no further action. Otherwise, on the  
811 expiration of the time stated in the notice, said [secretary] Secretary  
812 shall revoke the certificate of authority of such foreign registered  
813 limited liability partnership to transact business in this state.

814 (c) Upon revoking the certificate of authority of any foreign  
815 registered limited liability partnership, the Secretary of the State shall  
816 file a certificate of revocation in his office and [mail] shall: (1) Mail a  
817 copy thereof to such foreign registered limited liability partnership at  
818 its address as last shown on said [secretary's] Secretary's records; and  
819 (2) cause notice of the filing of such certificate of revocation to be  
820 posted on the office of the Secretary of the State's Internet web site for  
821 a period of sixty days following the date on which the Secretary of the  
822 State files the certificate of revocation. The filing of such certificate  
823 shall cause the authority of a foreign registered limited liability  
824 partnership to transact business in this state to cease. Notwithstanding  
825 the filing of the certificate of revocation, the appointment by a foreign  
826 registered limited liability partnership of an attorney upon whom

827 process may be served shall continue in force as long as any liability  
828 remains outstanding against the partnership in this state.

829 (d) The authority to transact business in this state is retained until  
830 expressly revoked by the Secretary of the State. Revocation of the  
831 authority of a foreign registered limited liability partnership to transact  
832 business in this state shall not affect the status of said partnership in  
833 this state under subsection (4) of section 34-400, or the validity of the  
834 acts of said partnership occurring prior to the effective date of  
835 revocation.

836 Sec. 526. Section 34-509 of the general statutes is repealed and the  
837 following is substituted in lieu thereof (*Effective January 1, 2015*):

838 (a) The Secretary of the State shall charge and collect the following  
839 fees and remit them to the Treasurer for the use of the state: (1) For  
840 filing of an application for reservation of name, and application for  
841 renewal of reservation, or notice of transfer or cancellation of  
842 reservation pursuant to section 34-506, sixty dollars; (2) for filing of a  
843 certificate of trust, a certificate of amendment [.] or a restated certificate  
844 of trust, [or a certificate of cancellation,] one hundred twenty dollars;  
845 (3) for preparing and furnishing a copy of any certificate filed relating  
846 to a statutory trust: For each copy of each such document thereof  
847 regardless of the number of pages, forty dollars; for affixing his  
848 certification thereto, fifteen dollars; (4) for preparing and furnishing a  
849 certificate of existence or authorization, forty dollars; (5) for preparing  
850 and furnishing a certificate of existence or authorization reflecting any  
851 and all changes of name and the date or dates of filing thereof, eighty  
852 dollars; (6) for filing of a certificate of merger or consolidation, sixty  
853 dollars; and (7) for other services for which fees are not provided by  
854 the general statutes, the Secretary of the State may charge such fees as  
855 will in his judgment cover the cost of the services provided.

856 (b) The tax imposed under chapter 219 shall not be imposed upon  
857 any transaction for which a fee is charged under sections 34-500 to 34-  
858 547, inclusive, as amended by this act.

859 Sec. 527. (NEW) (*Effective January 1, 2015*) (a) At any time after  
 860 revocation of registered limited liability partnership status pursuant to  
 861 section 34-422 of the general statutes, as amended by this act, such  
 862 status may be reinstated as provided in this section.

863 (b) If the name of the registered limited liability partnership is no  
 864 longer available, such name shall, simultaneously with reinstatement,  
 865 be changed to an available name by amendment of the certificate of  
 866 limited liability partnership.

867 (c) A certificate of limited liability partnership conforming, with  
 868 adaptations that are appropriate, to the content requirements of a  
 869 certificate of limited liability partnership shall be executed and filed  
 870 with the office of the Secretary of the State pursuant to sections 34-410  
 871 and 34-411 of the general statutes.

872 (d) A certificate of reinstatement shall be accompanied by: (1)  
 873 Payment of all penalties and forfeitures incurred by the limited  
 874 liability partnership and a reinstatement fee as provided in section 34-  
 875 413 of the general statutes, as amended by this act; (2) an annual report  
 876 for the current year; and (3) an appointment of statutory agent for  
 877 service, if required by section 34-408 of the general statutes.

878 (e) Upon the filing of the certificate of reinstatement with the  
 879 Secretary of the State, reinstatement shall be effective, the status of the  
 880 partnership as a limited liability partnership shall commence and such  
 881 limited liability partnership shall be revested with its rights and  
 882 powers under sections 34-300 to 34-434, inclusive, of the general  
 883 statutes, as amended by this act."

This act shall take effect as follows and shall amend the following sections:		
Sec. 501	<i>January 1, 2015</i>	33-617(a)
Sec. 502	<i>January 1, 2015</i>	33-890
Sec. 503	<i>January 1, 2015</i>	33-922
Sec. 504	<i>January 1, 2015</i>	33-935
Sec. 505	<i>January 1, 2015</i>	33-936

Sec. 506	<i>January 1, 2015</i>	33-1013(a)
Sec. 507	<i>January 1, 2015</i>	33-1181
Sec. 508	<i>January 1, 2015</i>	33-1212
Sec. 509	<i>January 1, 2015</i>	33-1225
Sec. 510	<i>January 1, 2015</i>	33-1226
Sec. 511	<i>January 1, 2015</i>	34-10
Sec. 512	<i>January 1, 2015</i>	34-32b
Sec. 513	<i>January 1, 2015</i>	34-38g
Sec. 514	<i>January 1, 2015</i>	34-38n(a)
Sec. 515	<i>January 1, 2015</i>	34-38u
Sec. 516	<i>January 1, 2015</i>	34-112(a)
Sec. 517	<i>January 1, 2015</i>	34-121
Sec. 518	<i>January 1, 2015</i>	34-215
Sec. 519	<i>January 1, 2015</i>	34-223
Sec. 520	<i>January 1, 2015</i>	34-232
Sec. 521	<i>January 1, 2015</i>	34-413
Sec. 522	<i>January 1, 2015</i>	34-419
Sec. 523	<i>January 1, 2015</i>	34-422
Sec. 524	<i>January 1, 2015</i>	34-429
Sec. 525	<i>January 1, 2015</i>	34-433
Sec. 526	<i>January 1, 2015</i>	34-509
Sec. 527	<i>January 1, 2015</i>	New section